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*Counsel for the Tesla Investor Group and
Proposed Co-Lead Counsel for the Class*
[Additional counsel on signature page]

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

KALMAN ISAACS, on behalf of himself and
all others similarly situated,

Plaintiff,

v.

ELON MUSK and TESLA, INC,

Defendants.

Case No. 3:18-cv-04865-EMC

CLASS ACTION

**DECLARATION OF JAMES M.
WAGSTAFFE IN SUPPORT OF MOTION
OF THE TESLA INVESTOR GROUP
FOR CONSOLIDATION,
APPOINTMENT AS LEAD PLAINTIFF
AND APPROVAL OF SELECTION OF
COUNSEL**

Date: November 15, 2018
Time: 1:30 p.m.
Courtroom: 5 – 17th Floor
Judge: Hon. Edward M. Chen

(caption continues on the following pages)

WILLIAM CHAMBERLAIN, Individually
and on Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON MUSK,

Defendants.

Case No. 3:18-cv-04876-EMC

JOHN YEAGER, Individually and on Behalf
of All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC. and ELON MUSK,

Defendants.

Case No. 3:18-cv-04912-EMC

CARLOS MAIA, Individually and on Behalf
of All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC. and ELON R. MUSK,

Defendants.

Case No. 3:18-cv-04939-EMC

KEWAL DUA, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC. and ELON MUSK,

Defendants.

Case No. 3:18-cv-04948-EMC

(caption continues on the following page)

JOSHUA HORWITZ, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON R. MUSK,

Defendants.

Case No. 3:18-cv-05258-EMC

ANDREW E. LEFT, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON R. MUSK,

Defendants.

Case No. 3:18-cv-05463-EMC

ZHI XING FAN, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

TESLA INC., and ELON R. MUSK,

Defendants.

Case No. 4:18-cv-05470-EMC

SHAHRAM SODEIFI, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

v.

TESLA, INC., a Delaware corporation, and
ELON R. MUSK, an individual,

Defendants.

Case No. 3:18-cv-05899-EMC

1 I, James M. Wagstaffe, declare as follows:

2 I am a member in good standing of the bar of the State of California and am admitted to
 3 practice before this Court. I am a partner at Kerr & Wagstaffe LLP, proposed Liaison Counsel
 4 for the Class. I submit this declaration in support of the motion filed by Andrew E. Left,
 5 PROtecto Informatikai Szolgáltató Korlátolt Felelősségű Társaság, Thierry Boutin, Dr. Abrar
 6 Shirazi, and Vilas Capital Management, LLC (collectively, the “Tesla Investor Group”), for the
 7 entry of an Order: (1) consolidating the above-captioned actions pursuant to Fed. R. Civ. P. 42;
 8 (2) appointing the Tesla Investor Group as Lead Plaintiff pursuant to the Private Securities
 9 Litigation Reform Act of 1995 (“PSLRA”), 15 U.S.C. §78u-4, *et seq.*; (3) approving its selection
 10 of Keller Lenkner LLC (“Keller Lenkner”) and Labaton Sucharow LLP (“Labaton Sucharow”)
 11 as Co-Lead Counsel and Kerr & Wagstaffe LLP as Liaison Counsel for the Class (the “Motion”);
 12 and (4) granting such other and further relief as the Court may deem just and proper.

13 Attached as Exhibits A through I are true and correct copies of the following documents:

14 EXHIBIT A: Signed Certifications by members of the Tesla Investor Group, pursuant to
 15 the requirements of the PSLRA, 15 U.S.C. § 78u-4(a)(2);

16 EXHIBIT B: A chart reflecting the Tesla Investor Group’s Class Period transactions in
 Tesla securities and approximate losses;

17 EXHIBIT C: Notice of pendency of *Kalman Isaacs v. Elon Musk*, No. 3:18-cv-04865-
 18 EMC (N.D. Cal.), published on August 10, 2018;

19 EXHIBIT D: Joint Declaration of members of the Tesla Investor Group;

20 EXHIBIT E: Firm Resume of Keller Lenkner;

21 EXHIBIT F: Firm resume of Labaton Sucharow;

22 EXHIBIT G: Biography of James M. Wagstaffe;

23 EXHIBIT H: Draft of proposed motion to partially lift the PSLRA discovery stay and
 accompanying exhibits; and

24 EXHIBIT I: Curriculum Vitae of Harvey L. Pitt.

25 I hereby declare under penalty of perjury that the foregoing is true and correct.

26 /s/ James M. Wagstaffe
 27 James M. Wagstaffe
 28